

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	:	PROMESA
	:	Title III
as representative of	:	Case No. 17-BK-3283 (LTS)
THE COMMONWEALTH OF PUERTO RICO <i>et al.</i> ,	:	(Jointly Administered)
Debtors. ¹	:	

**CREDITORS' COMMITTEE'S URGENT UNOPPOSED MOTION TO FILE
INFORMATIVE MOTION REGARDING RULE 2004 MOTION AND DISCOVERY
ITEMS TO BE ADDRESSED AT JULY 25, 2018 OMNIBUS HEARING UNDER SEAL**

¹ The Debtors in these title III cases, along with each Debtor's respective title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283 (LTS)) (Last Four Digits of Federal Tax ID: 3481), (ii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566(LTS)) (Last Four Digits of Federal Tax ID: 9686), (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567 (LTS)) (Last Four Digits of Federal Tax ID: 3808), and (iv) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284 (LTS)) (Last Four Digits of Federal Tax ID: 8474); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747).

To the Honorable United States Magistrate Judge Judith G. Dein:

The Official Committee of Unsecured Creditors of all title III debtors (other than COFINA) (the “Committee”) hereby submits this *Urgent Unopposed Motion to File Informative Motion Regarding Renewed Rule 2004 Motion and Discovery Items to Be Addressed at July 25, 2018 Omnibus Hearing Under Seal* (the “Motion to Seal”), and hereby states as follows:

RELIEF REQUESTED

1. The Committee has already filed a public, partially-redacted version of its *Informative Motion Regarding Renewed Rule 2004 Motion and Discovery Items to Be Addressed at July 25, 2018 Omnibus Hearing* [Docket No. 3424] (the “Informative Motion”). This Motion to Seal seeks to file a full, unredacted version of the Informative Motion under seal to protect certain confidential information covered by Nondisclosure Agreements between (1) the Committee; (2) the special investigator (the “Investigator”) retained by the Financial Oversight and Management Board (the “Oversight Board”)²; and (3) the Government Development Bank for Puerto Rico (“GDB”).

JURISDICTION AND VENUE

2. The United States District Court for the District of Puerto Rico has subject matter jurisdiction over this matter pursuant to PROMESA section 306(a). Venue is proper pursuant to PROMESA section 307(a).

3. The statutory basis for the relief requested herein is found in sections 105(a) of the Bankruptcy Code and Bankruptcy Rule 9018, made applicable to the title III cases by sections 301(a) and 310 of PROMESA, and Local Rule 9018-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the District of Puerto Rico (the “Local Rules”).

² An unredacted version of the Informative Motion will be delivered to the court for *in camera* review.

BASIS FOR RELIEF REQUESTED

4. On July 3, 2018, the Committee filed a public, partially-redacted version of the Informative Motion. The Informative Motion outlines a number of items that, in the Committee's view, should be addressed at the July 25, 2018 Omnibus Hearing as part of the court's consideration of the *Renewed Motion Seeking Entry of Order, Under Bankruptcy Rule 2004, Authorizing Discovery With Respect to Certain Causes of Puerto Rico Financial Crisis Beginning On August 15, 2018* [Docket No. 3066] (the “Renewed Motion”).³

5. As was the case with the Committee’s briefing on the Renewed Motion, the full, unredacted version of the Informative Motion contains information regarding the ongoing investigation being performed by certain representatives of the Oversight Board, as well as discussions of documents that were produced by the GDB pursuant to certain confidentiality designations. That information is the subject of Nondisclosure Agreements between the Committee, the Oversight Board, and GDB and concerns matters which—according to the Oversight Board—would impact the integrity of its investigative process. As such, while the Committee understands that the Oversight Board, the Investigator, and GDB are opposed to the Committee’s positions as set forth in the Informative Motion, the parties agree that the full, unredacted version of the Informative Motion should be filed under seal and only the redacted version of the Informative Motion be kept in the public file. The parties further agree that (1) copies of the fully unredacted Informative Motion may be shared with GDB and (2) partially-redacted copies of the Informative Motion will be shared with the Santander and Popular entities via email.⁴

³ Capitalized terms used but not otherwise defined in this Motion to Seal have the meanings set forth in the Renewed Motion.

⁴ The Informative Motion references certain documents that GDB has produced to the Committee pursuant to its NDA with the Committee, and GDB has requested that these confidential materials not be shared with the

6. The Committee accordingly requests that the court grant the Motion to Seal and allow the Committee to file under seal the full, unredacted version of the Informative Motion.

See FED. R. BANKR. P. 9018 (the court may “make any order which justice requires” in order to, among other things, “protect the estate or any entity in respect of a trade secret or other confidential research, development, or commercial information” or to “protect governmental matters that are made confidential by statute or regulation”). The Committee further notes that the treatment it requests for the Informative Motion is the exact same treatment approved for the original briefing on the Renewed Motion [Docket Nos. 3085, 3113, and 3204].

NOTICE

7. Counsel for the Committee has conferred with counsel for both the Oversight Board and the Investigator, who have reviewed the proposed redactions and do not have any objection to the form of those redactions or the relief otherwise sought in the Motion to Seal. Counsel for the Oversight Board and the Investigator have also agreed that (1) copies of the fully-unredacted Informative Motion may be shared with GDB and (2) partially-redacted copies of the Informative Motion, which will be redacted to remove references to GDB documents, will be shared with the Santander and Popular entities via email.

NO PRIOR REQUEST

8. No previous request for the relief sought herein has been made by the Committee to this or any other court.

9. Pursuant to Local Rule 9013-1 and paragraph I.H of the Fourth Amended Case Management Procedures [Docket No. 2839], the Committee hereby certifies that it has (a) carefully examined the matter and concluded that there is a true need for an urgent hearing; (b)

Popular and Santander entities. As such, the copy of the Informative Motion that will be shared with the Santander and Popular entities via email will be redacted **only** to omit this GDB information.

not created the urgency through a lack of due diligence; (c) made a bona fide effort to resolve the matter without a hearing; (d) made reasonable, good faith communications in an effort to resolve or narrow the issues being brought to the court; and (e) conferred with the parties, who do not oppose the relief requested herein.

CONCLUSION

10. For the reasons stated above, the Committee requests that the Court grant the Motion to Seal and permit the filing of the full, unredacted version of the Informative Motion under seal.

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Dated: July 3, 2018

/s/ Luc A. Despins, Esq.

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